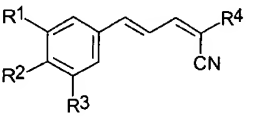
In the claims:

1. **(Currently Amended)** A pharmaceutical composition suitable for oral, intravenous, intraperitoneal, subcutaneous, intramuscular, nasal, intrapulmonary, intrathecal, or rectal administration, comprising a pharmaceutically acceptable diluent or carrier and a compound of Formula I, or a ~~and~~ salts, solvates or hydrates thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, $C_{1\text{-}6}$alkyl, $C_{1\text{-}6}$alkoxy, NH_2, NH-$C_{1\text{-}6}$alkyl, N($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), SH, S-$C_{1\text{-}6}$alkyl, O-Si($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), NO_2, CF_3, OCF_3 and halo;

R^3 is selected from the group consisting of H, OH, $C_{1\text{-}6}$alkyl, $C_{1\text{-}6}$alkoxy, NH_2, NH-$C_{1\text{-}6}$alkyl, N($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), SH, S-$C_{1\text{-}6}$alkyl, O-Si($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$ Ar;

R^4 is selected from the group consisting of $C(X)R^5$, SO_3Ar, NH_2, NH-$C_{1\text{-}6}$alkyl, N($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), P(O)$(OH)_2$, P(O)$(OC_{1\text{-}6}alkyl)_2$, and $C(NH_2)=C(CN)_2$;

X is selected from O, S, NH and N-$C_{1\text{-}6}$alkyl;

R^5 is selected from the group consisting of NH_2, OH, $NH(CH_2)_pAr$, $NH(CH_2)_pOH$, $(CH_2)_pOC_{1\text{-}6}$alkyl, $C_{1\text{-}6}$alkyl, $C_{1\text{-}6}$alkoxy, $NHNH_2$, $NHC(O)NH_2$, NHC(O)$C_{1\text{-}6}$alkoxy, N-morpholino and N-pyrrolidino; and

Ar is an aromatic or heteroaromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, $C_{1\text{-}6}$alkyl, $C_{1\text{-}6}$alkoxy, NH_2, NH-$C_{1\text{-}6}$alkyl, N($C_{1\text{-}6}$alkyl)($C_{1\text{-}6}$alkyl), SH, S-$C_{1\text{-}6}$alkyl, NO_2, CF_3, OCF_3 and halo;

n is 0 to 4; and

p is 1-4.

2. **(Currently Amended)** The composition ~~compound~~ according to claim 1, wherein R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-4}alkyl, C_{1-4}alkoxy, NH_2, NH-C_{1-4}alkyl, SH, S-C_{1-4}alkyl, O-Si(C_{1-4}alkyl)(C_{1-4}alkyl)(C_{1-4}alkyl), NO_2, CF_3, OCF_3 and halo.

3. **(Currently Amended)** The composition ~~compound~~ according to claim 2, wherein R^1 and R^2 are each independently selected from the group consisting H, OH, OCH_3, O-Si$(CH_3)_2$(tBu), S-Me, SH and NO_2.

4. **(Currently Amended)** The composition ~~compound~~ according to claim 3, wherein R^1 and R^2 are both OH or R^1 and R^2 are both OCH_3.

5. **(Currently Amended)** The composition ~~compound~~ according to claim 4, wherein R^1 is OCH_3 and R^2 is OH.

6. **(Currently Amended)** The composition ~~compound~~ according to claim 1, wherein R^3 is selected from the group consisting of H, OH, C_{1-4}alkyl, C_{1-4}alkoxy, NH_2, NH-C_{1-4}alkyl, N(C_{1-4}alkyl)(C_{1-4}alkyl), SH, S-C_{1-4}alkyl, NO_2 and halo.

7. **(Currently Amended)** The composition ~~compound~~ according to claim 6, wherein R^3 is selected from the group consisting of H, OH, OCH_3, SH, SMe, NO_2 and halo.

8. **(Currently Amended)** The composition ~~compound~~ according to claim 7, wherein R^3 is selected from the group consisting of H, OH and OCH_3.

9. **(Currently Amended)** The composition ~~compound~~ according to claim 1, wherein R^4 is selected from the group consisting of $C(X)R^5$ and $C(NH_2)=C(CN)_2$.

10. **(Currently Amended)** The composition ~~compound~~ according to claim 9, wherein R^4 is $C(X)R^5$.

11. **(Currently Amended)** The composition ~~compound~~ according to claim 10, wherein X is selected from the group consisting of O and S.

12. **(Currently Amended)** The composition ~~compound~~ according to claim 10, wherein R^5 is selected from the group consisting of NH_2, OH, $NH(CH_2)_pAr$, $NH(CH_2)_pOH$ and C_{1-4}alkoxy.

13. **(Currently Amended)** The composition ~~compound~~ according to claim 12, wherein p is 1-3.

14. **(Currently Amended)** The composition ~~compound~~ according to claim 13, wherein R^5 is selected from the group consisting of NH_2, OH, $NH(CH_2)_pAr$, $NH(CH_2)_pOH$ and OCH_3.

15. **(Currently Amended)** The composition ~~compound~~ according to clam 14, wherein p is 1-2.

16. **(Currently Amended)** The composition ~~compound~~ according to claim 1, wherein Ar is an unsubstituted phenyl group or a phenyl group substituted with 1-4 substituents optionally selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo.

17. **(Currently Amended)** The composition ~~compound~~ according to claim 14, wherein Ar is an unsubstituted phenyl group or a phenyl group substituted with 1-4 substituents optionally selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo.

18. **(Currently Amended)** The composition ~~compound~~ according to any of claims 16 and 17, wherein Ar is an unsubstituted phenyl group or phenyl group substituted with 1-2 substituents optionally selected from the group consisting of OH, C_{1-4}alkyl, C_{1-4}alkoxy, NH_2, NH-C_{1-4}alkyl, N(C_{1-4}alkyl)(C_{1-4}alkyl), SH, S-C_{1-4}alkyl, NO_2, CF_3, OCF_3 and halo.

19. **(Currently Amended)** The composition ~~compound~~ according to claim 18, wherein Ar is an unsubstituted phenyl group or phenyl group substituted with 1-2 substituents optionally selected from the group consisting of OH, OCH_3, NH_2, $NHCH_3$, $N(CH_3)_2$, SH, SCH_3, CF_3, OCF_3 and halo.

20. **(Currently Amended)** The composition ~~compound~~ according to claim 19, wherein Ar is selected from the group consisting of phenyl and 3,4-dihydroxyphenyl.

21. **(Currently Amended)** The composition ~~compound~~ according to claim 1, wherein the compound is selected from the group consisting of:

~~*(E,E)* 2-(benzylamido)-3-styrylacrylonitrile (CR1);~~

~~*(E,E)* 2-(benzylamido)-3-(3,4-dimethoxystyryl)acrylonitrile *(CR2)*;~~

~~*(E,E)* 2-(benzylamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR3);~~

~~*(E,E)* 2-(benzylamido)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4);~~

~~*(E,E)* 2-(phenylethylamido)-3-(3,4-dimethoxystyryl)acrylonitrile (CR5);~~

(E,E)-2-(phenylethylaminocarbonyl~~do~~)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR8);

~~(E,E)-2-(phenylpropylamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR9);~~

~~*(E,E)* 2-(3,4-dihydroxybenzylamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11);~~

~~*(E,E)*-2-thioacetamido-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR12);~~

~~*(E,E)*-2-acetamido-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR13);~~

~~*(E,E)*-2-carboxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR14);~~

~~*(E,E)*-2-carbomethoxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR15);~~

(E,E)-2-aminocarbonyl~~acetamido~~-3-[3,4-bis(t-butyldimethylsilyloxy)styryl~~)~~]acrylonitrile(CR16);

~~*(E,E)* 2-acetamido-3-(3,4-dihydroxystyryl)acrylonitrile (CR17);~~

(E,E)-2-(benzylaminocarbonyl~~do~~)-3-[~~(~~3,4-bis(t-butyldimethylsilyloxy)styryl~~)~~]acrylonitrile (CR18);

~~*(E,E)* 2-(3,4-dihydroxybenzylamido)-3-styrylacrylonitrile (CR19);~~

(E,E)-2-(3,4-dihydroxybenzylaminocarbonyldo)-3-[3,4-bis(t-butyldimethylsilyloxy)styryl)]acrylonitrile (CR20);

~~*(E,E)*-2-(3,4-dihydroxybenzylamido)-3-(3,4-dihydroxystyryl)acrylonitrile (CR21);~~

~~*(E,E)*-2-(β-ethanolamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR24);~~

(E,E)-2-(benzylaminocarbonyldo)-3-(4-nitrostyryl)acrylonitrile (CR27);

(E,E)-2-(3,4-dihydroxybenzylaminocarbonyldo)-3-(4-nitrostyryl)acrylonitrile(CR28); and

(ZE,E)-2-(1-amino-2,2-dicyanoethenyl)-3-(4-nitrostyryl)acrylonitrile (CR29).

22. (**Currently Amended**) The composition ~~compound~~ according to claim 21, selected from the group consisting of:

(E,E)-2-(benzylaminocarbonyldo)-3-styrylacrylonitrile (CR1);

(E,E)-2-(benzylaminocarbonyldo)-3-(3,4-dimethoxystyryl)acrylonitrile (CR2);

(E,E)-2-(benzylaminocarbonyldo)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR3);

~~*(E,E)*-2-(benzylamido)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4);~~

(E,E)-2-(phenylethylaminocarbonyldo)-3-(3,4-dimethoxystyryl)acrylonitrile (CR5);

(*E,E*)-2-(phenylpropylaminocarbonyldo)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR9);

~~*(E,E)*-2-(3,4-dihydroxybenzylamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11);~~

(E,E)-2-aminothiocarbonylthioacetamido-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR12);

(E,E)-2-aminocarbonylacetamido-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR13);

(E,E)-2-carboxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR14); and

(E,E)-2-carbomethoxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR15);

~~*(E,E)*-2-acetamido-3-(3,4-dihydroxystyryl)acrylonitrile (CR17);~~

~~*(E,E)*-2-(3,4-dihydroxybenzylamido)-3-styrylacrylonitrile (CR19);~~

~~*(E,E)*-2-(3,4-dihydroxybenzylamido)-3-(3,4-dihydroxystyryl)acrylonitrile (CR21); and~~

~~*(E,E)*-2-(β-ethanolamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR24).~~

23. (**Currently Amended**) The composition ~~compound~~ according to claim 22, selected from the group consisting of:

(E,E)-2-(benzylaminocarbonyl~~de~~)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4);

(E,E)-2-(3,4-dihydroxybenzylaminocarbonyl~~de~~)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11);

(E,E)-2-aminocarbonyl~~acetamido~~-3-(3,4-dihydroxystyryl)acrylonitrile (CR17);

(E,E)-2-(3,4-dihydroxybenzylaminocarbonyl~~de~~)-3-styrylacrylonitrile (CR19);

(E,E)-2-(3,4-dihydroxybenzylaminocarbonyl~~de~~)-3-(3,4-dihydroxystyryl)acrylonitrile (CR21); and

(E,E)-2-(β-ethanolaminocarbonyl~~de~~)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR24).

24. (**Currently Amended**) ~~The compound~~ A pharmaceutical composition comprising a pharmaceutically acceptable diluent or carrier and *(E,E)*-2-(benzylaminocarbonyl~~de~~)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4).

25. (**Currently Amended**) ~~The compound~~ A pharmaceutical composition comprising a pharmaceutically acceptable diluent or carrier and *(E,E)*-2-(3,4-dihydroxybenzylaminocarbonyl~~de~~)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11).

26. (**Currently Amended**) ~~The compound~~ A pharmaceutical composition comprising a pharmaceutically acceptable diluent or carrier and *(E,E)*-2-(3,4 dihydroxybenzylaminocarbonyl)-3-styrylacrylonitrile (CR19) ~~*(E,E)*-2-(3,4-dihydroxybenzylamido)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11)~~.

27. (Cancelled)

28. (**Currently Amended**) A method of modulating cell proliferation comprising administering an effective amount of a ~~compound~~ composition of claim 23 ~~to modulate cell proliferation~~ to a cell or animal in need thereof.

29. (**Currently Amended**) A method of inhibiting cell proliferation comprising administering an effective amount of a ~~compound~~ composition of claim 23 ~~to inhibit cell proliferation~~ to a cell or animal in need thereof.

30. (**Original**) The method of claim 29, wherein the cell proliferation that is inhibited is cancer cell proliferation.

31. (**Currently Amended**) A method of treating cancer comprising administering to an animal in need thereof an effective amount of a composition ~~compound~~ of claim 23.

32. (**Currently Amended**) The method of claim 30 or 31, wherein said cancer is a hematopoietic cell cancer.

33. (**Currently Amended**) The method of claim 30 or 31, wherein said cancer is a leukemia, a lymphoma, a myeloma or a carcinoma.

34. (**Currently Amended**) The method of claim 33, wherein said leukemia is acute lymphoblastic leukemia, Philadelphia+ leukemia, Philadelphia- leukemia, acute myelocytic leukemia, chronic myeloid leukemia, chronic lymphocytic leukemia or juvenile myelomonocyte leukemia.

35. (**Currently Amended**) The method of claim 34, wherein said leukemia is acute lymphoblastic leukemia.

36. (**Currently Amended**) A method of modulating cell proliferation, comprising administering an effective amount of ~~a compound capable of modulating cell proliferation according to claim 1 or~~ a composition of claim 1 ~~27~~ to a cell or animal in need thereof.

37. (**Currently Amended**) A method of inhibiting cell proliferation, comprising administering an effective amount of ~~a compound capable of inhibiting cell proliferation~~

~~according to claim 1 or~~ a composition according to claim 1 ~~27~~ to a cell or animal in need thereof.

38. **(Currently Amended)** A method of inhibiting cancer cell proliferation, comprising administering an effective amount of ~~a compound capable of inhibiting cancer cell proliferation according to any one of claim 1 or~~ a composition according to claim 1 ~~27~~ to a cell or animal in need thereof.

39. (Cancelled)

40. **(Currently Amended)** A method according to claim 38 ~~or 39~~, wherein said cancer is a hematopoietic cell cancer.

41. **(Currently Amended)** A method according to claim 38 ~~or 39~~, wherein said cancer is a leukemia, a lymphoma, a myeloma or a carcinoma.

42. **(Currently Amended)** A method according to claim 41, wherein said leukemia is acute lymphoblastic leukemia, aggressive Philadelphia+ leukemia, acute myelocytic leukemia, chronic myeloid leukemia, chronic lymphocytic leukemia or juvenile myelomonocyte leukemia,

43. **(Currently Amended)** A method according to claim 42, wherein said leukemia is acute lymphoblastic leukemia.

44. (New) A pharmaceutical composition comprising a pharmaceutically acceptable diluent or carrier and (*E,E*)-2-carboxy-3-(3,4-dihydroxystyryl)acrylonitrile.

45. (New) A compound selected from:

(*E,E*)-2-(phenylethylaminocarbonyl)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR8);

(*E,E*)-2-aminocarbonyl-3-[3,4-bis(t-butyldimethylsilyloxy)styryl]acrylonitrile (CR16);

(*E,E*)-2-(benzylaminocarbonyl)-3-[3,4-bis(t-butyldimethylsilyloxy)styryl]acrylonitrile (CR 18);

(*E,E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-[3,4-bis(t-butyldimethylsilyloxystyryl)]acrylonitrile) (CR20);

(*E,E*)-2-(benzylaminocarbonyl)-3-(4-nitrostyryl)acrylonitrile (CR27);

(*E,E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-(4-nitrostyryl)acrylonitrile (CR28); and

(*Z,E*)-2-(1-amino-2, 2-dicyanoethenyl)-3-(4-nitrostyryl)acrylonitrile (CR29).

46. (New) A compound selected from:

(*E,E*)-2-(benzylaminocarbonyl)-3-styrylacrylonitrile (CR1);

(*E,E*)-2-(benzylaminocarbonyl)-3-(3,4-dimethoxystyryl)acrylonitrile (CR2);

(*E,E*)-2-(benzylaminocarbonyl)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR3);

(*E,E*)-2-(phenylethylaminocarbonyl)-3-(3,4-dihydroxystyryl)acrylonitrile (CR5);

(*E,E*)-2-(phenylpropylaminocarbonyl)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR9);

(*E,E*)-2-aminothiocarbonyl-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR12);

(*E,E*)-2-aminocarbonyl-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR13);

(*E,E*)-2-carbomethoxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR15).

47. (New) A compound selected from:

(*E,E*)-2-(benzylaminocarbonyl)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4);

(*E,E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-(3,5dimethoxy-4-hydroxystyryl)acrylonitrile (CR11);

(*E,E*)-2-aminocarbonyl-3-(3,4-dihydroxystyryl)acrylonitrile (CR17);

(*E,E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-styrylacrylonitile (CR19);

(*E,E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-(3,4-dihydroxystyryl)acrylonitrile (CR21); and

(*E,E*)-2-(β-ethanolaminocarbonyl)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR24).

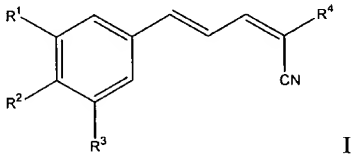
48. (New) A compound (*E,E*)-2-benzylaminocarbonyl)-3-(3,4-dihydroxystyryl)acrylonitrile (CR4).

49. (New) A compound (*E*,*E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR11).

50. (New) A compound (*E*,*E*)-2-(3,4-dihydroxybenzylaminocarbonyl)-3-styrylacrylonitrile (CR19).

51. (New) A compound (*E*,*E*)-2-carboxy-3-(3,4-dihydroxystyryl)acrylonitrile.

52. (New) A compound of Formula I, or a salt, solvate or hydrate thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, CF_3, OCF_3 and halo;

R^3 is selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C1-6alkyl, N(C1-6alkyl)(C1-6alkyl), SH, S-C1-6alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$Ar;

R^4 is selected from the group consisting of C(X)R^5, SO_3Ar, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), P(O)$(OH)_2$, P(O)$(OC_{1-6}alkyl)_2$, and C(NH_2)=C$(CN)_2$;

X is selected from O, S, NH and N-C_{1-6}alkyl;

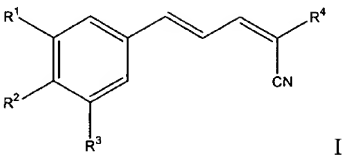
R^5 is selected from the group consisting of NH_2, NH$(CH_2)_p$Ar, NH$(CH_2)_p$OH, $(CH_2)_pOC_{1-6}$alkyl, C_{1-6}alkyl, C_{1-6}alkoxy, $NHNH_2$, NHC(O)NH_2, NHC(O)C_{1-6}alkoxy, N-morpholino and N-pyrrolidino; and

Ar is an aromatic or heteroaromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo;

n is 0 to 4; and

p is 1-4.

53. (New) A compound of Formula I, or a salt, solvate or hydrate thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, CF_3, OCF_3 and halo;

R^3 is selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$Ar;

R^4 is selected from the group consisting of C(X)R^5, SO_3Ar, NH_2, NH-C_{1-6}alkyl and P(O)$(OH)_2$;

X is selected from O, S, NH and N-C_{1-6}alkyl;

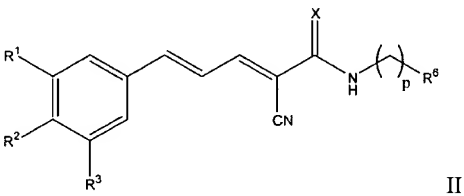
R^5 is selected from the group consisting of NH$(CH_2)_p$Ar, NH$(CH_2)_p$OH, $(CH_2)_p$OC_{1-6}alkyl, $NHNH_2$, NHC(O)NH_2, NHC(O)C_{1-6}alkoxy, N-morpholino and N-pyrrolidino; and

Ar is an aromatic group, unsubstituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo;

n is 0 to 4; and

p is 1-4.

54. (New) A compound of Formula II, or a salt, solvate or hydrate thereof:



II

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, CF_3, OCF_3, and halo;

R^3 is selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$Ar;

R^6 is selected from the group consisting of Ar, OH and OC_{1-6}alkyl;

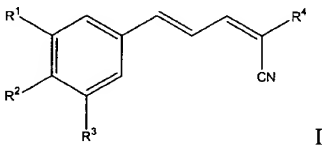
Ar is an aromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo;

X is selected from O and S;

n is 0-4; and

p is 1-4.

55. (New) A compound of Formula I, or a salt, solvate or hydrate thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C-$_{1-6}$alkyl), NO_2, CF_3, OCF_3 and halo;

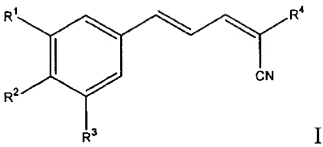
R^3 is selected from the group consisting of C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), halo and CH_2-S-$(CH_2)_n$Ar;

R^4 is CO_2H;

Ar is an aromatic or heteroaromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo; and

n is 0 to 4.

56. (New) A compound of Formula I, or a salt, solvate or hydrate thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C-$_{1-6}$alkyl), NO_2, CF_3, OCF_3 and halo;

R^3 is selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$Ar;

R^4 is CO_2H;

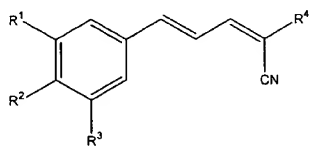
Ar is an aromatic or heteroaromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo;

n is 0 to 4; and

p is 1-4,

with the proviso that at least one of R^1 and R^2 is selected from the group consisting of C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C-$_{1-6}$alkyl), CF_3, OCF_3 and halo.

57. (New) A compound of Formula I, or a salt, solvate or hydrate thereof:



I

wherein

R^1 and R^2 are each independently selected from the group consisting of H, OH, C_{1-6}alkyl, NH_2, NH-C_{1-6}alkyl, SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{-1-6}alkyl), CF_3, OCF_3 and halo;

R^3 is selected from the group consisting of H, OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, O-Si(C_{1-6}alkyl)(C_{1-6}alkyl)(C_{1-6}alkyl), NO_2, halo and CH_2-S-$(CH_2)_n$Ar;

R^4 is CO_2H;

Ar is an aromatic or heteroaromatic group, unsubstituted or substituted with 1-4 substituents, independently selected from the group consisting of OH, C_{1-6}alkyl, C_{1-6}alkoxy, NH_2, NH-C_{1-6}alkyl, N(C_{1-6}alkyl)(C_{1-6}alkyl), SH, S-C_{1-6}alkyl, NO_2, CF_3, OCF_3 and halo;

n is 0 to 4; and

p is 1-4,

with the proviso that R^1, R^2 and R^3 are not all H.

58. (New) The compound (*E*,*E*)-2-carboxy-3-(3,5-dimethoxy-4-hydroxystyryl)acrylonitrile (CR-14).